

B 210A (Form 210A) (12/09)

United States Bankruptcy Court
Southern District of New York

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee and Transferor hereby give evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

<u>Morgan Stanley Senior Funding, Inc.</u> Name of Transferee	<u>Massachusetts Department of Transportation, as successor to the Massachusetts Turnpike Authority</u> Name of Transferor
Name and Address where notices to transferee should be sent: Morgan Stanley Senior Funding, Inc. 1585 Broadway New York, NY 10036 With a copy to: Richards Kibbe & Orbe LLP Attn: Managing Clerk One World Financial Center New York, NY 10281	Court Claim # (if known): <u>21310</u> Amount of Claim: <u>\$32,581,512.24</u> Date Claim Filed: <u>September 21, 2009</u> Debtor: <u>Lehman Brothers Special Financing Inc.</u>
Phone: Last Four Digits of Acct #:	Phone: Last Four Digits of Acct. #:
Name and Address where transferee payments should be sent (if different from above):	
Phone: Last Four Digits of Acct #:	

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: John Ragusa
Transferee/Transferee's Agent
John Ragusa
Authorized Signatory

Date: April 13, 2012

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM


TO: Clerk, United States Bankruptcy Court, Southern District of New York

Massachusetts Department of Transportation, as successor to the Massachusetts Turnpike Authority located at 10 Park Plaza, Boston, MA 02116 ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged and pursuant to the terms of an Assignment of Claim Agreement dated as of the date hereof, does hereby certify that Seller has unconditionally and irrevocably sold, transferred and assigned to Morgan Stanley Senior Funding, Inc., its successors and assigns ("Buyer"), all rights, title and interest in and to the claims of Seller i) in respect of proof of claim #21310 in the fixed amount of \$32,581,512.24 and ii) in respect of proof of claim #21311 in the fixed amount of \$11,115,433.98 (collectively, the "Claim") in the aggregate amount of \$43,696,946.22 against **Lehman Brothers Special Financing Inc.** in the United States Bankruptcy Court, Southern District of New York, Case No. 08-13555 (jointly administered) (JMP).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, and stipulates that an order may be entered recognizing this Evidence of Transfer of Claim as an unconditional assignment and Buyer herein as the valid owner of the Claim. Seller hereby appoints Buyer as its true and lawful attorney-in-fact with respect to the Claim and authorizes Buyer to act in Seller's name, place and stead, to negotiate, demand, sue for, compromise and recover all such sums of money which now are, or may hereafter become due and payable for or on account of the Claim, and to do all things necessary to enforce the Claim and Seller's rights related thereto. You are hereby requested to make all future payments and distributions, and to give all notices and other communications, in respect to the Claim to Buyer.

IN WITNESS WHEREOF, the undersigned have duly executed this Evidence of Transfer of Claim by their duly authorized representatives as of the 13th day of April, 2012.

MASSACHUSETTS DEPARTMENT OF TRANSPORTATION

By: 
Name: DANA R. LEVENSON
Title: CHIEF FINANCIAL OFFICER

MORGAN STANLEY SENIOR FUNDING, INC.

By: 
Name: John Ragusa
Title: Authorized Signatory